

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: :
 : Chapter 11
B&M LINEN CORP., :
 : Case No. 12-11560 (ALG)
Debtor. :
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**ORDER APPROVING THIRD AMENDED DISCLOSURE STATEMENT AND
ESTABLISHING CERTAIN DATES AND PROCEDURES FOR CONFIRMATION
HEARING ON THIRD AMENDED JOINT PLAN OF REORGANIZATION**

Upon the motion (the “Motion”), dated February 8, 2013 of B&M Linen Corp., the above-captioned debtor and debtor in possession (the “Debtor”), and Miron Markus, Boris Markus and 220 Coster, LLC (collectively, “Markus/Coster” and, together with the Debtor, the “Plan Proponents”), for an order (i) approving the Third Amended Disclosure Statement with Respect to the Third Amended Joint Plan of Reorganization of B&M Linen Corp., dated September 20, 2013 (as may be amended, the “Disclosure Statement”), pursuant to Bankruptcy Code section 1125; and (ii) establishing certain dates and procedures for the hearing on the confirmation of the Third Amended Joint Plan of Reorganization proposed by the Plan Proponents (as may be further amended, the “Plan”); and the Plan Proponents having provided notice of the hearing on the Motion to all creditors and parties-in-interest; and upon the hearing to consider the adequacy of the Disclosure Statement pursuant to Bankruptcy Code section 1125 held on October 2, 2013 (the “Disclosure Statement Hearing”); and based on the Court’s review of the Disclosure Statement; and upon the Court’s consideration of any objections, responses, and arguments of counsel made at the Disclosure Statement Hearing; and the Court having determined that notice of the Disclosure Statement Hearing was adequate and appropriate with respect to all affected parties; and the appearances of all interested parties having been noted on the record of the Disclosure Statement Hearing; and the Plan Proponents having made the conforming additions, changes, corrections and deletions to the Disclosure Statement necessary to comport with the record of the Disclosure Statement Hearing and agreements, if any, reached with the parties; and upon the Court’s conclusion that the legal and factual bases presented at the Disclosure Statement Hearing establish just cause for the relief granted herein; and all objections, if any, to the Disclosure Statement having been settled, withdrawn or overruled; the Court finds that the Disclosure Statement contains adequate information within the meaning of, and otherwise complies, in full, with section 1125 of the Bankruptcy Code; and after due deliberation and for good cause shown:

IT IS HEREBY ORDERED AND NOTICE IS HEREBY GIVEN that:

1. The Disclosure Statement contains adequate information within the meaning of Bankruptcy Code section 1125, and is hereby approved.

2. The Motion is granted and approved. ~~in all respects.~~

Scheduling of the Confirmation Hearing

3. Pursuant to Rule 3017(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the hearing to consider confirmation of the Plan shall be held on October 29, 2013 at 10:00 a.m., Eastern Time (the “Confirmation Hearing”), or as soon thereafter as counsel may be heard, before Honorable Allan L. Gropper, United States Bankruptcy Court, Southern District of New York, One Bowling Green, Alexander Hamilton Customs House, **Courtroom to be announced on the day of the hearing, Courtroom 617**, New York, New York 10004-1408. The form and manner of notice (the “Notice”) of the Confirmation Hearing, substantially in the form of the Notice annexed hereto as Exhibit A, is hereby approved. The Confirmation Hearing may be adjourned from time to time without further notice other than the announcement of the date or dates at the adjourned hearing. Additionally, to the extent permitted by the Bankruptcy Code or Bankruptcy Rules, the Plan may be modified without further notice at, prior to, or as a result of the Confirmation Hearing. In the event that the Court determines that any modifications to the Plan require resolicitation, the Court may require the Plan Proponents to serve and re-notice the Plan to the parties affected by such modifications.

**Establishment of Deadline and Procedures
for Filing Objections to Confirmation of the Plan**

4. Objections to confirmation (including any supporting memoranda) of the Plan, if any, must be in writing; shall conform to the Bankruptcy Rules and Local Rules of Bankruptcy Procedure for the Southern District of New York; shall set forth the basis for the objection, and the specific grounds therefore; and shall be filed with the Court electronically in accordance with General Order 473 (which can be found at www.nysb.uscourts.gov) by registered users of the Court’s case filing system and, by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows based word processing format (with a hard copy delivered directly to Chambers) and must be filed with the Court together with proof of service, and served on any party that has filed a notice of appearance and on the parties identified below so as to be received by them on or before 4:00 p.m., Eastern Time, on or before **October 23, 2013**:

Counsel for the Debtor
SHAFFERMAN & FELDMAN LLP
Joel M. Shafferman
18 East 41st Street, Suite 1201
New York, New York 10017

and

Counsel for Miron Markus, Boris Markus and 220 Coster, LLC
McDERMOTT WILL & EMERY LLP
Timothy W. Walsh
340 Madison Avenue
New York, New York 10173-1922

and

United States Trustee

Michael Driscoll
Office of the United States Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004

5. The Court shall only consider timely written objections and all objections not timely filed and not served in accordance with the terms herein ~~shall~~**may** be overruled and be deemed waived. Any party failing to timely file and serve written objections in accordance with this Order ~~shall~~**may** be barred from raising such objection at the Confirmation Hearing.

6. The Plan Proponents or any other party supporting the Plan shall be afforded an opportunity to file a response to any objection to confirmation of the Plan, provided such response is filed with the Court and served so that it is received by the parties with a courtesy copy to be delivered directly to Chambers on **October 28, 2013**.

Miscellaneous

7. The Disclosure Statement may be amended or modified to incorporate immaterial modifications, fill in blanks and reflect any modifications that the Plan Proponents determine to be appropriate which do not change the Disclosure Statement or materially affect any rights of a party in interest.

8. Any earlier versions or interim forms of the Disclosure Statement and the Plan are ~~of no force and effect.~~ **not binding on the Plan Proponents.**

9. The Plan Proponents are hereby authorized to make non-material changes, including, but not limited to, typographical, grammatical, formatting and other conforming changes, to the Disclosure Statement and the Plan prior to mailing to creditors without further Order of this Court.

10. The Plan Proponents are authorized and empowered to take such steps and perform such acts as may be necessary or appropriate to implement and effectuate the terms of this Order.

11. **The Disclosure Statement and a copy of this order shall be served on all creditors, equity holders, and other parties in interest, including all entities that have filed notices of appearance, on or before October 4, 2013. The Court finds that the reduction of the 28-day service period in Bankruptcy Rule 2002(b) is reasonable in light of the fact that all creditors are unimpaired under the terms of the Plan. See Bankruptcy Rule 9006(c).**

Dated: October 3, 2013
New York, New York

s/Allan L. Gropper
HONORABLE ALLAN L. GROPPER
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

Shafferman & Feldman LLP

Joel M. Shafferman
18 East 41st Street, Suite 1201
New York, New York 10017
Telephone: (212) 509-1802
Counsel for the Debtor

McDermott Will & Emery LLP

Timothy W. Walsh
340 Madison Avenue
New York, New York 10173-1922
Telephone: (212) 547-5400

Counsel for Miron Markus, Boris Markus and 220 Coster, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
B&M LINEN CORP.,	:	
	:	Case No. 12-11560 (ALG)
Debtor.	:	
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**NOTICE OF ORDER (I) APPROVING THE THIRD AMENDED DISCLOSURE
STATEMENT WITH RESPECT TO THE THIRD AMENDED JOINT PLAN OF
REORGANIZATION FILED BY THE PLAN PROPONENTS (II) FIXING THE TIME
FOR FILING OBJECTIONS TO CONFIRMATION OF THE PLAN AND (III)
SCHEDULING A HEARING ON CONFIRMATION OF THE PLAN**

TO: CREDITORS AND OTHER PARTIES IN INTEREST

PLEASE TAKE NOTICE that the Honorable Allan L. Gropper, United States Bankruptcy Judge for the Southern District of New York, has entered an order dated October 3, 2013 (the “Order”) in the above-referenced bankruptcy case (i) approving the Plan Proponents’ Third Amended Disclosure Statement (the “Disclosure Statement”), with respect to the Third Amended Joint Plan of Reorganization of B&M Linen Corp. (the “Plan”); and (ii) Establishing Certain Dates and Procedures for the Confirmation Hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order and Rule 3017(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), a hearing to consider confirmation of the Plan will be held on October 29, 2013, at 10:00 a.m. (prevailing

Eastern time) (the “Confirmation Hearing”), or as soon thereafter as counsel can be heard, before the Honorable Allan L. Gropper, United States Bankruptcy Court, Southern District of New York, One Bowling Green, Alexander Hamilton Customs House, Courtroom **to be announced**, New York, New York 10004-1408 (the “Bankruptcy Court”). The Confirmation Hearing may be adjourned from time to time without further notice, other than an announcement at the Confirmation Hearing or any continued hearing, of the date or dates of any adjourned hearing. In addition, the Plan may be modified, without further notice, prior to, at or as a result of the Confirmation Hearing. In the event that the Bankruptcy Court determines that any modifications to the Plan are material, the Bankruptcy Court may require the Plan Proponents to re-notice the Plan.

PLEASE TAKE FURTHER NOTICE that, pursuant to Bankruptcy Rule 3020(b), October 23, 2013 by 4:00 p.m. is fixed as the last day for filing and serving written objections to confirmation of the Plan (including any supporting memoranda). Any objections to confirmation of the Plan must be in writing and must (a) state the name and address of the objector and the amount of its claim in the above-captioned Debtor’s chapter 11 case, (b) specify the basis and nature of the objection and (c) be filed with the Clerk of the Bankruptcy Court, One Bowling Green, Alexander Hamilton Customs House, Courtroom ~~617~~, New York, New York 10004-1408, together with proof of service, and served on the following parties at the following addresses so as to be received by them no later than 4:00 p.m. (prevailing Eastern time) on October 23, 2013.

Counsel for the Debtor
SHAFFERMAN & FELDMAN LLP
Joel M. Shafferman
18 East 41st Street, Suite 1201
New York, New York 10017

and

Counsel for Miron Markus, Boris Markus and 220 Coster, LLC
McDERMOTT WILL & EMERY LLP
Timothy W. Walsh
340 Madison Avenue
New York, New York 10173-1922

and

United States Trustee
Michael Driscoll
Office of the United States Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004

Any objections not filed and served as set forth above ~~shall~~ may be overruled and be deemed waived and may not be considered by the Bankruptcy Court.

Dated: October ____, 2013
New York, New York

SHAFFERMAN & FELDMAN LLP
Counsel for the Debtor

/s/ Joel M. Shafferman
By: Joel M. Shafferman
18 East 41st Street, Suite 1201
New York, New York 10017
(212) 509-1802

McDERMOTT WILL & EMERY LLP
Counsel to Miron Markus, Boris Markus and 220 Coster, LLC

/s/ Timothy W. Walsh
By: Timothy W. Walsh
340 Madison Avenue
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